

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of the Joint Application of)	
)	
Dobson CC Limited Partnership, <i>Transferor</i>)	WC Docket No. 22- _____
)	IB File No. ITC-T/C-2022 _____
And)	
)	
Mesa Telecoms Investments, LLC, <i>Transferee</i>)	
)	
for Grant of Authority Pursuant to Section 214 of)	
the Communications Act of 1934, as amended,)	
and Sections 63.04 and 63.24 of the)	
Commission’s Rules to Transfer Indirect Control)	
of Domestic and International Section 214)	
Authorization Holders to Mesa Telecoms)	
Investments, LLC.)	

JOINT APPLICATION

Dobson CC Limited Partnership (“DLP” or “Transferor”), and Mesa Telecoms Investments, LLC (“Mesa Telecoms” or “Transferee,” and together with the Transferor, the “Applicants”), pursuant to Section 214 of the Communications Act of 1934, as amended (the “Act”),¹ and sections 63.04 and 63.24 of the Commission’s rules,² seek Commission consent for the indirect transfer of control of Dobson Technologies, Inc. d/b/a Dobson Fiber (“Dobson Fiber”) and its wholly owned subsidiaries Dobson Telephone Company, Inc. (“DTC”), Dobson Technologies – Transport and Telecom Solutions, LLC (“DTTTS”), Lavaca Telephone Company, Inc. (“Lavaca”), Pinnacle Telecom L.L.C. (“Pinnacle”), and Vantage Telecom, LLC (“Vantage”) (collectively, the “Licensees” or “Subsidiaries”) from DLP to Mesa Telecoms.

¹ 47 U.S.C. § 214.

² 47 C.F.R. §§ 63.04, 63.24.

As discussed in more detail below, on February 13, 2022, the Applicants entered into a Stock Purchase Agreement and related agreements whereby Mesa Telecoms will acquire 100% of the direct ownership interests in Dobson Fiber. Mesa Telecoms is a newly formed Delaware limited liability company created as a holding entity for the controlling investment in Dobson Fiber by infrastructure investment funds managed by iCON Infrastructure Management V Limited, a U.K. based infrastructure investor. DLP, the existing majority and controlling owner of Dobson Fiber, will continue to participate in the ownership of Dobson Fiber through an indirect minority interest in Mesa Telecoms.

The transaction will be transparent to the Licensees' customers, as the consummation of the transaction will not cause any loss or impairment of service for any such customers, and will have no adverse effects upon competition in any areas where the Licensees provide service. Rather, Applicants fully anticipate that Dobson Fiber's existing management team will largely remain in place, and coupled with the financial resources and management and operational expertise of Transferee, will bring substantial benefits to customers. Accordingly, the transaction serves the public interest.

Pursuant to Section 63.04(b) of the Commission's rules,³ the Applicants are filing this joint Application for the proposed transfer of control of the Licensees, including domestic and international authorizations. Accordingly, the Applicants provide the information below as required by sections 63.24(e)(2) and 63.04(a)(6) – (a)(12) of the Commission's rules.⁴

³ 47 C.F.R. § 63.04(b).

⁴ 47 C.F.R. §§ 63.24(e)(2), 63.04(a)(6)-(12). For purposes of this Joint Application, only DTTTS offers international resold services. See ITC-214-20030616-00305.

I. DESCRIPTION OF THE APPLICANTS

A. Transferee - Mesa Telecoms Investments, LLC

Mesa Telecoms is an indirect subsidiary of iCON Infrastructure Partners V, L.P. and iCON Infrastructure Partners V-B, L.P. (together, “iCON V Fund”). The iCON V Fund is an infrastructure investment fund established in March 2020, focused on acquiring and managing a diversified range of infrastructure assets in Europe and North America. All investment decision-making of the iCON V Fund is controlled by its managing general partner iCON Infrastructure Management V Limited, a Guernsey limited company (“iCON V GP”), a wholly-owned subsidiary of iCON Infrastructure LLP (“iCON Parent”). iCON Parent advises iCON V GP, which is authorized and regulated by the Guernsey Financial Services Commission.⁵

iCON Parent, established in 2011 and headquartered in London, United Kingdom, is an independent investment group with over €4.3 billion (approximately \$4.87 billion)⁶ in assets under management. iCON Parent is wholly owned by a number of its executives. iCON Parent is authorized and regulated by the UK Financial Conduct Authority.⁷

Through its family of investment funds, including the iCON V Fund, iCON Parent focuses on investments in infrastructure businesses in Europe and North America. iCON Parent’s funds manage a diversified portfolio of investments in the energy, regulated utilities, healthcare, telecommunications and transportation sectors across Europe and North America. iCON Parent’s

⁵The Guernsey Financial Services Commission (“GFSC”) is the regulatory body for the finance sector in the Bailiwick of Guernsey. The GFSC is an independent public body funded entirely by the firms it regulates by charging them fees and responsible for regulating in accordance with standards set by international bodies (*e.g.*, the Financial Action Task Force, the International Organization of Securities Commissions and the International Association of Insurance Supervisors).

⁶ Exchange rate as of February 22, 2022.

⁷The UK Financial Conduct Authority (“FCA”) is the conduct regulator for financial services firms and financial markets in the UK. Its key objectives are protecting consumers, protecting financial markets and promoting competition. Like the GFSC, the FCA is an independent public body funded entirely by the firms it regulates by charging them fees and is responsible for regulating in accordance with standards set by international bodies.

funds currently control two portfolio companies in the United States, and of those, only TruVista Communications, Inc. (“TruVista”)⁸ and its subsidiaries are communications providers.⁹

B. Transferor and Licensees

1. Dobson Fiber and Licensees

Dobson Fiber is an Oklahoma-based, privately-owned company holding ownership of operating companies, including both ILECs and CLECs. Dobson Fiber was originally incorporated in 1997 as Dobson Wireline Company, although it traces its operational origins to 1936, when the Dobson Telephone Company began operating as an Oklahoma telephone exchange. Dobson Fiber and its subsidiaries DTC (an ILEC) and DTTTS (a CLEC) serve customers in Oklahoma and Texas. Dobson Fiber also recently acquired subsidiaries Lavaca (an ILEC), Pinnacle, and Vantage (both CLECs), all three of which primarily operate in Arkansas and rural eastern Oklahoma. Through its Licensees, Dobson Fiber owns and operates a 4,900-mile fiber optic network in Arkansas, Oklahoma and Texas,¹⁰ and provides connectivity services to businesses, carriers and other wholesale providers, including broadband internet, data and cloud connectivity, and voice-over-internet-protocol telephone solutions through DTC and DTTTS.¹¹

⁸ See *Public Notice*, Domestic Section 214 Application Granted for the Transfer of Control of the Chester Telephone Company D/B/A TruVista Communications to York Telecoms Holdings US L.P., 34 FCC Rcd 7906 (2019).

⁹ Another of iCON Parent’s funds, the iCON IV Fund, currently has an application pending before the Commission (and undergoing review by the Committee for the Assessment of Foreign Participation in the United States Telecommunications Services Sector) to acquire Plant Telephone Company, a telecommunications carrier serving approximately 5,490 subscriber access lines in Georgia. See *Joint Application of Sterling Family, LLC and Metzger Associates, LLC, Transferors, and Worth Telecoms Holdings, LLC, Transferee*, IBFS File No. ITC-T/C-20211104-00161, WC Docket 21-432 (filed November 4, 2021) (“Worth Application”). There is no overlap between Dobson Fiber’s service areas and those associated with either the Worth Application or TruVista as their operations are in different states.

¹⁰ DTTTS does not provide local exchange telephone service, basic local telecommunications service, switched access service or any other intrastate telecommunications services to customers in Texas.

¹¹ Dobson Technologies – IT Solutions, Inc., as mentioned previously, is a Dobson Fiber subsidiary that does not hold any FCC authorizations, licenses, or registrations. Dobson Technologies – IT Solutions, Inc. does not have current operations; its assets were sold in 2020.

DTC, (Study Area Codes 432006,¹² 431988) serves exchanges in western and eastern Oklahoma including Taloga, Leedey, Cheyenne, Erick, Reydon, Camargo, Roger Mills, Vici, McLoud, Newalla, Sweetwater and Stella. DTTTS provides fiber-based CLEC services in Oklahoma and offers a full range of data connectivity and voice solutions to its customers.

Dobson Fiber also provides services in western Arkansas and eastern Oklahoma through Lavaca, Pinnacle and Vantage. Lavaca is an ILEC (Study Area Codes 401704 (AR); 431704 (OK)) that provides local exchange and exchange access services through the Lavaca exchange in rural western Arkansas and the Panama/Shady Point exchange in rural eastern Oklahoma. Pinnacle is authorized to provide telecommunications services, including local exchange and toll services, throughout the State of Arkansas in areas where it is a party to various interconnection agreements and the State of Oklahoma, which is limited to the service territories of Southwestern Bell Telephone Company, d/b/a AT&T Oklahoma, and Valor Communications of Texas, LP d/b/a Windstream Communications Southwest. Pinnacle also provides service to business and carrier customers. Vantage provides interstate interexchange and exchange access services as a CLEC in the states of Arkansas and Oklahoma pursuant to a blanket Domestic Section 214 authorization.

Everett R. Dobson, founder of Dobson Communications Corporation, is the Executive Chairman of Dobson Fiber and was Dobson Communications Corporation's Executive Chairman when it was sold to AT&T in November 2007 for \$5.1 billion. At the time of the sale to AT&T, the company was operating in 17 states, producing \$1.6 billion in revenue, and had 3,000 employees and 1.6 million subscribers.

¹² Study Area Code 432006 remains in the name of its predecessor McLoud Telephone Company which is no longer a separate entity from DTC.

Applicants note that Dobson Fiber receives High-Cost federal Universal Service Fund disbursements using both cost-based support and the Commission’s “Alternative Connect America Cost Model” or “ACAM.” Further details about the USF support received by the Licensees is available in **Exhibit A**.¹³ Accordingly, Dobson Fiber is deemed to receive “mixed support” and the Commission has placed a cap on the combined operating expenses that Dobson Fiber’s rate-of-return affiliate Lavaca can recover.¹⁴ Applicants urge the Commission to find that any mixed support condition that the Commission may place on its grant of the pending application from iCON’s subsidiary Worth Telecoms Holdings¹⁵ should remain separate from the cap placed in the Lavaca Application that will be applicable here. Worth (and its subsidiary TruVista) and Dobson Fiber, while under the common control of iCON Parent, will (a) be held by distinct iCON investment funds, (b) be run by separate management teams with no overlap, and (c) have no shared or common costs that are the concern of the Commission’s mixed support rule.

2. DLP

DLP is the controlling shareholder of Dobson Fiber. DLP is a family office for the Dobson family, holding a 77.12% ownership interest in Dobson Fiber.¹⁶ The limited partners of DLP consist of trusts benefitting members of the Dobson family, and the general partner of DLP with

¹³ The USF support received by companies currently or expected to be ultimately controlled by iCON Parent has already been described to the Commission in previous filings and there have been no changes to those descriptions.

¹⁴ *Domestic Section 214 Application for the Transfer of Control of Lavaca Telephone Company, Inc., to Dobson Technologies, Inc.*, WC Docket No. 20-389, Order on Reconsideration, 36 FCC Rcd 8859 (2021) (stating that the “cap” will remain in place for all Dobson Fiber affiliates that receive cost-based universal service support but the cap would not apply to Fort Mojave Telephone where Mr. Dobson holds a minority ownership interest) (“Lavaca Application”).

¹⁵ Worth Telecoms Holdings, LLC, Transferee, IBFS File No. ITC-T/C-20211104-00161, WC Docket 21-432 (filed November 4, 2021).

¹⁶ The other direct shareholder of Dobson Fiber is Eight Bar Financial Partners I, LP, (“Eight Bar”) a limited partnership formed in the Cayman Islands, whose primary business is investments, holding a 22.88% equity interest. Eight Bar has several investments in providers of utilities and utility infrastructure in the communications and technology sectors.

full management control of DLP, RLD, Inc., an Oklahoma corporation, is owned and controlled by Everett Dobson.

II. DESCRIPTION OF THE TRANSACTION

Pursuant to the Stock Purchase Agreement and certain related agreements, Mesa Telecoms will acquire from DLP and Eight Bar all of the ownership interests in Dobson Fiber and, indirectly, the Licensees (the “Transaction”).¹⁷ As a result, Dobson Fiber will become a direct, wholly owned subsidiary of Mesa Telecoms. DTC, DTTTS, DTS, Lavaca, Pinnacle, and Vantage will remain subsidiaries of Dobson Fiber and, therefore, will become indirect subsidiaries of Mesa Telecoms under its control. Under these agreements, upon the closing of the Transaction, the iCON V Fund and its passive limited partner investors will indirectly, through intermediate partnerships, hold 57.35% of the ownership interests in Mesa Telecoms, and DLP will continue to participate in the ownership of Dobson Fiber by holding 40% of the ownership interests in Mesa Telecoms.¹⁸ Diagrams depicting the pre- and post-Transaction corporate ownership structures are incorporated as **Exhibit B**.

III. PUBLIC INTEREST CONSIDERATIONS

Pursuant to sections 214(a) and 310(d) of the Act,¹⁹ the Commission must determine whether the Transaction is consistent with the public interest, convenience and necessity.²⁰ The

¹⁷ The Transaction will also include acquisition by the Transferee of 100% of the interests in Dobson Technologies – IT Solutions, Inc., a Dobson subsidiary that does not hold any FCC authorizations, licenses or registrations.

¹⁸ The remaining less than 5% interests in the partnerships owning Mesa Telecoms will be held by certain members of Dobson Fiber management.

¹⁹ 47 U.S.C. §§ 214(a), 310(d).

²⁰ See, e.g., *Applications of Level 3 Communications, Inc. and CenturyLink, Inc. for Consent to Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 32 FCC Rcd. 9581, 9585, para. 8 (2017) (“*Level 3-CenturyLink Order*”); *Applications of AT&T Inc. and DIRECTV For Consent to Assign or Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 30 FCC Rcd. 9131, 9139-40, para. 18 (2015) (“*AT&T-DIRECTV Order*”); *Applications of XO Holdings and Verizon Communications Inc. For Consent to Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 31 FCC Rcd. 12,501, 12,504-05, para. 7 (WCB, WTB, and IB 2016).

Commission considers the following questions in making its public interest assessment: (i) whether the transaction complies with the specific provisions of the Act, other applicable statutes, and the Commission's rules; (ii) whether the transaction could result in public interest harms by substantially frustrating or impairing the Commission's implementation or enforcement of the Act or interfere with the objectives of that and other statutes; and (iii) whether the transaction will yield affirmative public interest benefits beyond fostering the free transferability of licenses and authorizations.²¹

The Applicants believe that the Transaction is consistent with the Act and the Commission's rules. The Applicants are not aware of any public interest harms that will arise from the Commission's approval of the Transaction. As the surviving entity and upon consummation, Transferee respectfully submits that approval of the Transaction would not substantially frustrate or impair the Commission's implementation or enforcement of the Act or interfere with the objectives of the Act or other statutes. Rather, as described below, the Transaction will offer substantial public interest benefits without causing any material harms.

The Applicants assert that approval of this Application and the proposed Transaction will serve the public interest.²² Dobson Fiber and its Subsidiaries have a long history of providing wireline telecommunications services, including fiber-based telecommunications services, broadband Internet, video service, and enterprise services to customers in its service territory. Mesa Telecoms anticipates that the iCON V Fund will make material capital investments in

²¹ See, e.g., *Level 3-CenturyLink Order*, 32 FCC Rcd at 9585-86, paras. 8–10; *AT&T-DIRECTV Order*, 30 FCC Rcd at 9139-40, para. 18.

²² The Commission “has long recognized the clear public interest benefits in a license or authorization holder being able to assign or transfer control of its license or authorization freely.” *In the Matter of Applications of T-Mobile US, Inc., & Sprint Corp., for Consent to Transfer Control of Licenses & Authorizations, Applications of American H Block Wireless L.L.C., Dbsd Corp., Gamma Acquisition L.L.C., & Manifest Wireless L.L.C. for Extension of Time*, 34 FCC Rcd. 10578, para. 41 (2019). See also *Level 3-CenturyLink Order* 32 FCC Rcd. at 9586, para. 10.

Dobson Fiber to advance the deployment of fiber infrastructure, which will allow Dobson Fiber to continue to bring improved and innovative service offerings, including fiber to the home broadband Internet access, to even more customers. Mesa Telecoms expects that Dobson Fiber's existing management team will largely remain in place, and coupled with the managerial and operational expertise offered by iCON V Fund and its related entities, will continue to execute on the plans for bringing more fiber broadband to customers in its operating territory.

Nor are Applicants aware of any potential public interest harms. Rather, upon consummation of the Transaction, Dobson Fiber is expected to continue providing the same high-quality communications services under the same authorizations, terms and conditions as exist today. In that regard, the Transaction will be transparent to Dobson Fiber's customers and there will be no interruption or degradation of service, contract termination, or customer confusion. Future changes, if any, in rates, terms and conditions of service will be made in accordance with applicable rules and notice requirements.²³ Lastly neither Mesa Telecoms nor iCON Parent has an ownership interest in any telecommunications carrier within or adjacent to the areas served by Dobson Fiber, so there are no concerns regarding diminution of competition. Rather the Transaction, for the reasons explained above, will make Dobson Fiber a stronger competitor.

IV. INFORMATION REQUIRED BY SECTION 63.04 OF THE COMMISSION'S RULES.

Applicants submit the below information in support of their application for domestic Section 214 authority to transfer ownership and indirect control of Dobson Fiber and the

²³ The Transaction does not raise any slamming concerns or necessitate compliance with procedures to notify customers prior to a carrier-to-carrier sale or transfer of subscribers as it does not involve a change in any customer's existing service provider. The customers of each of the Licensees will remain with their service provider and will continue to receive services pursuant to each Licensee's existing authorizations. Accordingly, there are no changes in customers' preferred carrier, and no further filings or authorizations are required under the FCC's carrier selection rules, 47 C.F.R. §64.1120 et seq., or under analogous state rules.

Subsidiaries to Mesa Telecoms in accordance with section 63.04(b) of the Commission's rules.²⁴

This section addresses the requirements established in sections 63.04(a)(1)-(12) of the Commission's rules.²⁵

Section 63.04(a)(1)-(4). The information requested under sections 63.04(a)(1)-(4) of the Commission's rules²⁶ are set forth in **Section V** below.

Section 63.04(a)(5). Applicants certify, pursuant to sections 1.2001 through 1.2003 of the Commission's rules,²⁷ that no party to the present application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

Section 63.04(a)(6). A description of the proposed Transaction is set forth in **Section II** above.

Section 63.04 (a)(7)(i). DTC provides local exchange service and exchange access services as an ILEC (approximately 5,200 access lines) in the portions of the following Oklahoma counties: Roger Mills, Dewey, Custer, Beckham, Oklahoma, Lincoln, Pottawatomie and Cleveland. Dobson Fiber also provides competitive local exchange service, exchange access service, long distance and broadband internet service, both retail and wholesale, as a CLEC to less than a thousand customers primarily around the state of Oklahoma and northern Texas. DTTTS holds authorizations to provide CLEC services from the Oklahoma Corporation Commission.

Dobson Telephone serves the following ILEC exchanges: Camargo, Oklahoma (580-926); Cheyenne, OK (580-497); Erick, Oklahoma (580-526); Leedey, Oklahoma (580-488); Reydon, Oklahoma (580-655); Roger Mills, Oklahoma (580-983); Sweetwater, Oklahoma (580-534), West

²⁴ 47 C.F.R. § 63.04(b).

²⁵ 47 C.F.R. §§ 63.04(a)(1)-(12).

²⁶ *Id.* at §§ (a)(1)-(4).

²⁷ 47 C.F.R. §§ 1.2001 - 1.2003.

Sweetwater, Oklahoma (806-754); Taloga, Oklahoma (580-328); Vici, Oklahoma (580-955); West Roger Mills (806-988); West Reydon, Oklahoma (806-565); McLoud, Oklahoma (405-964); Newalla, Oklahoma (405-391); and Stella, Oklahoma (405-386).

DTTTS serves the following CLEC exchanges: Ada, Oklahoma (580-495); Anadarko, Oklahoma (405-247); Arcadia, Oklahoma (405-233); Ardmore, Oklahoma (580-850); Atoka, Oklahoma (580-889); Bethany, Oklahoma (405-384); Binger, Oklahoma (405-656); Britton, Oklahoma (405-242); Burns Flat, Oklahoma (580-562); Canute, Oklahoma (580-457); Cashion, Oklahoma (405-433); Chickasha, Oklahoma (405-892); Clinton, Oklahoma (580-500); Coalgate, Oklahoma (580-927); Duncan, Oklahoma (580-252); Durant, Oklahoma (580-853); Edmond, Oklahoma (405-471); El Reno, Oklahoma (405-276); Elk City, Oklahoma (580-339); Elk City, Oklahoma (580-374); Enid, Oklahoma (580-234); Guthrie, Oklahoma (405-346); Harrah, Oklahoma (405-309); Heavener, Oklahoma (918-653); Hobart, Oklahoma (580-726); Lawton, Oklahoma (580-248); Luther, Oklahoma (405-349); McAlester, Oklahoma (918-426); Meridian, Oklahoma (405-586); Midwest City, Oklahoma (405-731); Minco, Oklahoma (405-369); Muskogee, Oklahoma (918-912); Howe, Oklahoma (918-983); Moore, Oklahoma (405-800); Mustang, Oklahoma (405-806); Nicoma Park, Oklahoma (405-807); Noble, Oklahoma (405-355); Norman, Oklahoma (405-801); Oklahoma City, Oklahoma (405-548); Oklahoma City, Oklahoma (405-628); Piedmont, Oklahoma (405-283); Pocasset, Oklahoma (405-459); Ponca City, Oklahoma (580-676); Poteau, Oklahoma (918-974); Sallisaw, Oklahoma (918-774); Sayre, Oklahoma (580-729); Shawnee, Oklahoma (405-765); Spencer, Oklahoma (405-771); Stigler, Oklahoma (918-967); Talihina, Oklahoma (918-567); Tuttle, Oklahoma (405-362); Warner, Oklahoma (918-463); Waurika, Oklahoma (580-228); Weatherford, Oklahoma (580-375);

Wellston, Oklahoma (405-356); Wheatland, Oklahoma (405-357); Wister, Oklahoma (539-785); Woodward, Oklahoma (580-471); and Yukon, Oklahoma (405-578).

Lavaca provides local exchange service and exchange access service as an ILEC, with approximately 1,800 access lines in and around the communities of Lavaca in Sebastian County, Arkansas, and the community of Panama/Shady Point in LeFlore County, Oklahoma. Lavaca serves the following exchanges: Lavaca, Arkansas (479-674) and Panama/Shady Point, Oklahoma (918-963).

Pinnacle is a competitive local exchange company (“CLEC”) and was granted a Certificate of Public Convenience and Necessity to provide telecommunications services, including local exchange and toll services, throughout the State of Arkansas in areas it has obtained interconnection agreements. Pinnacle also provides telecommunications services throughout the State of Oklahoma, limited initially to the service territories of Southwestern Bell Telephone Company, d/b/a AT&T Oklahoma and Valor Communications of Texas, LP d/b/a Windstream Communications Southwest. Pinnacle currently does not provide services to any customers.

Vantage provides competitive local exchange service, exchange access service, long distance service and broadband and dial-up internet service, both retail and wholesale, as a CLEC (approximately 1,600 access lines) in and around the communities of Alma, Bentonville, Eureka Springs, Fayetteville, Fort Smith, Ozark, Paris, Rogers, Springdale and Van Buren in Benton, Carroll, Crawford, Franklin, Logan, Sebastian and Washington Counties of western Arkansas; and the communities of Fort Gibson, Hulbert, Muskogee, Poteau, Sallisaw and Tahlequah in the counties of Cherokee, LeFlore, Muskogee, Sequoyah and Wagoner in eastern Oklahoma. Vantage also provides wholesale voice and other telecommunications services to certain retail telecommunications service providers in and around the communities of Clarksville, Van Buren

and Fort Smith, in Crawford, Johnson and Sebastian Counties in Arkansas, in and around the community of Hulbert in Cherokee County in Oklahoma. Vantage serves the following CLEC exchanges: Ozark, Arkansas (thousands block 479-213-9); Rogers, Arkansas (479-230); Fort Smith, Arkansas (479-242); Bentonville, Arkansas (479-245); Boonville, Arkansas (479-675); Charleston (thousands block 479-275-1); Eureka Springs, Arkansas (479-302); Springdale, Arkansas (479-303); Alma, Arkansas (thousands block 479-312-1); Greenwood, Arkansas (thousands block 479-322-5); Russellville, Arkansas (thousands block 479-324-1); Fayetteville, Arkansas (479-455); Siloam Springs, Arkansas (thousands block 479-599-1); Clarksville, Arkansas (thousands block 479-774-6); Paris, Arkansas (thousands block 479-847-3); Booneville, Arkansas (thousands block 479-849-1); Van Buren, Arkansas (479-922); Fort Gibson, Oklahoma (thousands block 918-400-1); Tahlequah, Oklahoma (918-414); Sallisaw, Oklahoma (918-790); and Muskogee, Oklahoma (918-912).

Section 63.04(a)(8). No party is requesting streamlined processing pursuant to Section 63.03 of the Commission's rules, 47 C.F.R. § 63.03.

Section 63.04(a)(9). Applicants seek authority with respect to both international and domestic Section 214 authorizations (this Application is being separately and concurrently filed with respect to both types of authorities in compliance with Section 63.04(b) of the Commission's rules). No broadcasting licenses are included in the proposed Transaction. Applicants will be submitting a separate application to transfer control of non-common carrier wireless licenses held by DTC and Vantage.

Section 63.04(a)(10). No party is requesting special consideration because it is facing imminent business failure.

Section 63.04(a)(11). Not applicable.

Section 63.04(a)(12). A statement showing how grant of the application will serve the public interest, convenience and necessity is provided in **Section III** above.

V. INFORMATION REQUIRED BY SECTION 63.24(E) OF THE COMMISSION'S RULES.

Pursuant to section 63.24(e)(2) of the Commission's rules,²⁸ the Applicants submit the following information requested in sections 63.18(a)-(p) of the Commission's rules²⁹ in support of this Application:

Section 63.18(a). The names, addresses, and telephone number of each Applicant are as follows:

Transferee:

Mesa Telecoms Investments, LLC	FRN: 0032033300
1411 Broadway, 17th Floor	
New York, NY 10018	
Tel: (929) 226-1447	

Transferee Parent:

Mesa Telecoms Investments Holdings, LLC
1411 Broadway, 17th Floor
New York, NY 10018
Tel: (929) 226-1447

Transferee Affiliates:

Worth Telecoms Holdings, LLC	FRN: 0031579527
TruVista Communications, Inc.	FRN: 0003707775 ³⁰
Lockhart Telephone Company	FRN: 0003707874 ³¹
Ridgeway Telephone Company	FRN: 0003707791 ³²

²⁸ 47 C.F.R. §§ 63.24(e)(2).

²⁹ 47 C.F.R. §§ 63.18(a)-(p).

³⁰ TruVista Communications, Inc., formerly Chester Telephone Company (SPIN 143001512), Study Area Code: 240516, Study Area: Chester Tel. Co.

³¹ The Lockhart Telephone Company, Inc. (SPIN 14300122), Study Area Code: 240532, Study Area: Lockhart Tel. Co. Inc.

³² Ridgeway Telephone Company, Inc. (SPIN 143001528), Study Area Code 240541, Study Area: Ridgeway Tel. Co.

Fairfield Communications, Inc.	FRN: 0001887116³³
Camden Corporate Investments, LLC	FRN: 0015360563³⁴
TruVista Communications of Georgia, LLC	FRN: 0021445440³⁵
Chester Long Distance Services, Inc.	FRN: 0003707833³⁶
Chester Communications, LLC	FRN: 0014938948
112 York Street	
Chester, SC 29706	
Tel: (800) 868-0542	

Transferor:

Dobson CC Limited Partnership	FRN: 0017444456
14101 Wireless Way, Ste 300	
Oklahoma City, OK 73134	
Tel: (800) 342-7564	

Licensees:

Dobson Telephone Company, Inc.	FRN: 0007759517; 0022102552³⁷
Dobson Technologies – Transport and Telecom Solutions, LLC	FRN: 0009118415; 0024102840³⁸
Lavaca Telephone Company	FRN: 0005139662; 0004283917³⁹
Pinnacle Telecom, LLC	FRN: 0008699340⁴⁰
Vantage Telecom, LLC	FRN: 0006772412⁴¹
14101 Wireless Way, Ste 300	
Oklahoma City, OK 73134	
Tel: (800) 342-7564	

³³ Fairfield Communications, Inc. (SPIN 143036548).

³⁴ Camden Corporate Investments, LLC (SPIN 143037131).

³⁵ TruVista Communications of Georgia, LLC (SPIN 143036865).

³⁶ Chester Long Distance Services, Inc. (SPIN 143003862).

³⁷ Dobson Telephone Company (SPIN 143002384), Study Area Code: 431988 (Oklahoma). Dobson Telephone d/b/a McLoud Telephone Company (SPIN 143002387), Study Area Code: 432006 (Oklahoma).³⁸ Dobson Technologies – Transport and Telecom Solutions, LLC (SPIN 143009815).

³⁸ Dobson Technologies – Transport and Telecom Solutions, LLC (SPIN 143009815).

³⁹ Lavaca Telephone Company (SPIN 143002263), Study Area Codes: 401704 (Arkansas) and 431704 (Oklahoma).

⁴⁰ Pinnacle Telecom, LLC (SPIN 143034216)

⁴¹ Vantage Telecom, LLC (d/b/a New Roads Telecom) (SPIN: 143025228) Study Area Code: 439020 (Oklahoma).

Section 63.18(b). The jurisdictional information for each applicant and licensee is as follows:

Transferee: Mesa Telecoms is a Delaware limited liability company.

Transferor: Dobson CC Limited Partnership is an Oklahoma limited partnership.

Licensees: DTC, a Dobson Fiber subsidiary, is an Oklahoma corporation.

DTTTS, a Dobson Fiber subsidiary, is an Oklahoma corporation.

Lavaca, a Dobson Fiber subsidiary, is an Arkansas corporation.

Pinnacle, a Dobson Fiber subsidiary, is an Arkansas limited liability company.

Vantage, a Dobson Fiber subsidiary, is an Arkansas limited liability company.

Section 63.18(c) (Answer to Question 10). Correspondence concerning this Application should be sent to:

For Transferee:

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Darren C. Fernandez, Esq.
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thomas.garrity@morganlewis.com

Section 63.18(d). The Applicants hold Commission authorizations as described below:

Section 214 Authorizations:

Transferee: Mesa Telecoms does not hold any international or domestic Section 214 authorizations.

Transferee Parent:

Mesa Telecoms Investments Holdings, LLC, the parent entity of Transferee, does not hold any international or domestic Section 214 authorizations.

Transferors/Licensees: Neither DLP nor Dobson Fiber provide telecommunications service or hold any Commission authorizations.

Licensees are authorized to provide domestic interstate telecommunications service pursuant to blanket domestic Section 214 authority.⁴²

Dobson Fiber's subsidiary, DTTTS, holds international Section 214 authority to provide resold public switched services granted in IB File No. ITC-214-20030616-00305.⁴³

Non-Section 214 Licenses and Registrations:

Licensees: DTC holds a wireless license from the Commission for an IG – Industrial/Business Pool, Conventional service, call sign KGO658. Vantage holds three wireless licenses for MG – Microwave Industrial/Business Pool service, call signs WRDJ536, WRDJ537, and WRDJ538.⁴⁴

Section 63.18(h) (Answer to Questions 11 and 12).

Upon consummation of the Transaction, the Subsidiaries will remain wholly owned subsidiaries of Dobson Fiber. The following entities will hold, directly or indirectly, a ten percent (10%) or greater interest⁴⁵ in Dobson Fiber and its Subsidiaries upon completion of the Transaction as calculated pursuant to the Commission's ownership attribution rules for wireline and international telecommunications carriers:

⁴² See 47 C.F.R. § 63.01.

⁴³ DTTTS was formerly known as Intelleg Communications, LLC, which was the name on the initial International Section 214 authorization.

⁴⁴ An application for the transfer of control of these wireless licenses will be filed separately in accordance with § 1.948 of the Commission's Rules, 47 C.F.R. § 1.948. DTTTS previously held a common carrier wireless license, call sign WQVD876, which has been surrendered.

⁴⁵ The ownership interests identified in this Joint Application represent both equity and voting interests unless otherwise indicated or if the entity is a limited partner. Limited partners only have equity interests and do not have voting interests in the limited partnership unless otherwise indicated.

Upon consummation of the Transaction, the following entity will wholly own the Licensees:

Name:	Dobson Technologies, Inc. ("Dobson Fiber")
Address:	14101 Wireless Way, Ste 300 Oklahoma City, OK 73134
Citizenship:	U.S. (Oklahoma)
Interest Held:	Principal Business: Communications 100% interest in Licensees

Upon consummation of the Transaction, the following entity will directly wholly own Dobson Fiber:

Name:	Mesa Telecoms Investments, LLC ("Transferee")
Address:	1411 Broadway, 17th Floor New York, NY 10018
Citizenship:	U.S. (Delaware)
Interest Held:	Principal Business: Holding Company 100% interest in Transferor

Upon consummation of the Transaction, the following entity will directly wholly own Mesa Telecoms:

Name:	Mesa Telecoms Investments Holdings, LLC. ("Transferee Parent")
Address:	1411 Broadway, 17th Floor New York, NY 10018
Citizenship:	U.S. (Delaware)
Interest Held:	Principal Business: Holding Company 100% interest in Transferee

Upon completion of the Transaction, the following entities will directly wholly own Transferee Parent:

Name:	Mesa Telecoms Holdings, L.P. ("Mesa L.P.")
Address:	1411 Broadway, 17th Floor New York, NY 10018
Citizenship:	U.S. (Delaware)
Interest Held:	Principal Business: Holding Company 100% interest in Transferee Parent

Upon completion of the Transaction, the following entities will directly wholly own or control Mesa L.P.:

Name:	Mesa Telecoms Holdings G.P. (“Mesa G.P.”)
Address:	1411 Broadway, 17th Floor New York, NY 10018
Citizenship:	U.S. (Delaware)
Interest Held:	Principal Business: Holding Company 100% voting interest as non-economic general partner of Mesa L.P.
Name:	iCON Mesa Telecoms Holdings L.P. (“iCON Mesa”)
Address:	1411 Broadway, 17th Floor New York, NY 10018
Citizenship:	U.S. (Delaware)
Interest Held:	Principal Business: Holding Company 57.35% equity interest as a 57.35% limited partner of Mesa L.P.; and 58.91% indirect voting interest as a 58.91% member of Mesa G.P.
Name:	Dobson CC, L.P. (“DLP”)
Address:	14101 Wireless Way, Ste 300 Oklahoma City, OK 73134
Citizenship:	U.S. (Oklahoma)
Interest Held:	Principal Business: Family Office 40% equity interest as a limited partner of Mesa L.P.; and 41.09% indirect voting interest as a 41.09% member of Mesa G.P.

Upon completion of the Transaction, the following entities will directly wholly own or control DLP:

Name:	RLD, Inc.
Address:	14101 Wireless Way, Ste 300 Oklahoma City, OK 73134
Citizenship:	U.S. (Oklahoma)
Interest Held:	Principal Business: Investment Company 41.09% indirect voting interest as general partner of DLP; and less than 1% indirect equity interest as 1% limited partner of DLP.

Name: Everett Dobson⁴⁶
 Address: 14101 Wireless Way, Ste 300
 Oklahoma City, OK 73134
 Citizenship: U.S.
 Principal Business: Individual Investor
 Interest Held: 41.09% indirect voting interest as sole shareholder in RLD, Inc.; and 20.2% indirect equity interest as 50.49% limited partner in DLP and sole shareholder in RLD Inc.

Name: Stephen Dobson
 Address: 14101 Wireless Way, Ste 300
 Oklahoma City, OK 73134
 Citizenship: U.S.
 Principal Business: Individual Investor
 Interest Held: 15.44% indirect equity interest as a 38.61% limited partner of DLP.

Upon completion of the Transaction, the following entities will directly or indirectly own or control iCON Mesa:

Name: iCON Mesa Telecoms Holding GP, LLC (“iCON Mesa G.P.”)
 Address: 1411 Broadway, 17th Floor
 New York, NY 10018
 Citizenship: U.S. (Delaware)
 Principal Business: Holding Company
 Interest Held: 100% indirect voting interest as non-economic general partner in iCON Mesa

Name: iCON Infrastructure Partners V, L.P. (“iCON Partners V”)
 Address: Martello Court
 Admiral Park
 St Peter Port
 Guernsey
 GY1 3HB
 Citizenship: United Kingdom
 Principal Business: Investment Activities
 Interest Held: Without co-invest, 60% indirect equity and voting interest, as a 60% limited partner of iCON Mesa and a 60% member of iCON Mesa GP. With co-invest, approximately 35.55% indirect equity interest, as an approximately 35.55% limited

⁴⁶ Everett Dobson’s limited partnership interest in DLP is held through a separate Family Trust of which he is the sole beneficiary and a Trustee. The same arrangement applies to Stephen Dobson’s limited partnership interest in DLP.

partner of iCON Mesa; and 60% indirect voting interest as a 60% member of iCON Mesa GP.

Name: iCON Infrastructure Investments V-B, L.P. Inc. (“iCON Investments V-B”)
Address: Martello Court
Admiral Park
St Peter Port
Guernsey
GY1 3HB
Citizenship: Guernsey
Principal Business: Investment Activities
Interest Held: Without co-invest, 40% indirect equity and voting interest as a 40% limited partner of iCON Mesa and a 40% member of iCON Mesa GP. With co-invest, approximately 23.7% equity interest as an approximately 23.7% limited partner of iCON Mesa; and 40% indirect voting interest as a 40% member of iCON Mesa GP.

Name: iCON Infrastructure Partners V-B, L.P. Inc. (“iCON Partners V-B”)
Address: Martello Court
Admiral Park
St Peter Port
Guernsey
GY1 3HB
Citizenship: Guernsey
Principal Business: Investment Activities
Interest Held: 100% indirectly in iCON Investments V-B.

Name: Managed Co-Investment Vehicle V L.P. (“Co-Investment Vehicle V”)
Address: Martello Court
Admiral Park
St Peter Port
Guernsey
GY1 3HB
Citizenship: United Kingdom
Principal Business: Investment Activities
Interest Held: Without co-invest, 0% interest. With co-invest, approximately 24.45% equity interest as an approximately 24.45% limited partner of iCON Mesa.

Name: Managed Co-Investment Vehicle V-B, L.P. Inc. (“Co-Investment Vehicle V-B”)
Address: Martello Court
Admiral Park

	St Peter Port Guernsey GY1 3HB
Citizenship:	United Kingdom
Interest Held:	Principal Business: Investment Activities Without co-invest, 0% interest. With co-invest, approximately 16.3% indirect equity interest as an approximately 16.3% limited partner of iCON Mesa.
Name:	Virginia Retirement System (“VRS”)
Address:	1200 E. Main Street Richmond, VA 23219
Citizenship:	U.S. (Virginia)
Interest Held:	Principal Business: Pension Fund Without co-invest, 10.5% indirect equity interest as a 10.5% limited partner of iCON Partners V.
Name:	Abu Dhabi Investment Council (“ADIC”) (through 100% owned Al Sariya Commercial Investments LLC)
Address:	Al Bahr Towers – 1, Sheikh Zayed Bin Sultan Street Intersection with Shakhbout Bin Sultan Street, (19 th Street), PO Box 61999, Abu Dhabi, UAE
Citizenship:	Emirate of Abu Dhabi
Interest Held:	Principal Business: Investments Without co-invest, 10.5% indirect equity interest as a 10.5% limited partner of iCON Partners V.
Name:	iCON Infrastructure Management V Limited. (“iCON V G.P.”)
Address:	Martello Court Admiral Park St Peter Port Guernsey GY1 3HB
Citizenship:	Guernsey
Interest Held:	Principal Business: Investment Activities 100% voting interest as managing general partner of each of iCON Partners V, iCON Partners V-B, iCON Investments V-B, and Co-Investment Vehicle V and Co- Investment Vehicle V-B.

iCON Partners V, iCON Partners V-B, iCON Investments V-B, Co-Investment Vehicle V, and Co-Investment Vehicle V-B are limited partnerships that will have certain other limited partners that have committed capital to the iCON V Fund and that are insulated in accordance with

Commission rules. These passive LP investors in the iCON V Fund will not exercise any control over the Licensees and none of the investors have committed capital that will result in having a ten percent (10%) indirect ownership interest in the Licensees.

If the co-investment vehicles have not been funded pre-closing, then immediately upon consummation of the Transaction: (i) iCON Partners V will hold a 60% interest as a limited partner in iCON Mesa and (ii) iCON Investments V-B will hold a 40% interest as a limited partner in iCON Mesa. Either pre- or post-closing, the iCON V Fund will accept co-investments from certain investors that have already invested in the iCON V Fund but wish to invest additional capital through separate fund vehicles also managed by iCON Infrastructure Management V Limited. These additional investments will be structured as Co-Investment Vehicle V and Co-Investment Vehicle V-B, listed above and depicted on the post-transaction structure chart shown in **Exhibit B**, and will reduce the iCON V Fund's ownership interest in iCON Mesa. Once all of the co-investments have been made, it is currently anticipated that: (i) Co-Investment Vehicle V will have a limited partnership interest of approximately 24.45% in iCON Mesa, thus diluting the interest of iCON Partners V from 60% to approximately 35.55%,⁴⁷ and (ii) Co-Investment Vehicle V-B will have a limited partnership interest of approximately 16.3% in iCON Mesa, thus diluting the interest of iCON Investments V-B from 40% to approximately 23.7%.

We have included in this Application the required information for all of the anticipated 10% or greater direct and indirect interest holders of the Transferee as of the closing, based on the Commission's ownership rules. However, the precise allocation of investors' equity commitments between Co-Investment Vehicle V and Co-Investment Vehicle V-B have not been finalized. If the

⁴⁷ To the extent that this reduction of iCON Partners V's interest in iCON Mesa from 60% to below 50% as a result of the co-investments would be deemed to be a pro-forma transfer of control requiring a modification of the Application, Applicants hereby request the Commission's recognition and approval of this potential ownership change, as such change would have no impact whatsoever on the ultimate control of the Licensees.

distribution of investors' capital between iCON Partners V, iCON Partners V-B, Co-Investment Vehicle V and Co-Investment Vehicle V-B causes an entity or individual not already disclosed in this Application to obtain a 10% or greater indirect interest in Transferee prior to the grant of the Application, Applicants will promptly supplement this Application.

Upon consummation of the Transaction, the following entity will directly own iCON V GP and indirectly, own or control a ten percent (10%) or greater interest in Licensees:

Name:	iCON Infrastructure LLP ("iCON Parent")
Address:	1st Floor, Pollen House 10-12 Cork Street London W1S 3NP
Citizenship:	United Kingdom
	Principal Business: Investment Activities
Interest Held:	100% voting interest (as 100% owner of iCON IV GP)

Upon completion of the Transaction, the following individuals will directly own or control a ten percent (10 %) or greater interest in iCON Parent and indirectly in Licensees:

Name:	Daniel Michael Agostino
Address:	1st Floor, Pollen House 10-12 Cork Street London W1S 3NP
Citizenship:	United Kingdom
	Principal Business: Individual
Interest Held:	10.78%/7.19% equity/voting interest (as 10.78%/7.19% equity/voting owner of iCON Parent)

Name:	Paul Richard Malan
Address:	1st Floor, Pollen House 10-12 Cork Street London W1S 3NP
Citizenship:	United Kingdom and Australia
	Principal Business: Individual
Interest Held:	38.72%/59.15% equity/voting interest (as 38.72%/59.15% equity/voting owner of iCON Parent)

Name:	Iain Ross Macleod
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Address:	1st Floor, Pollen House 10-12 Cork Street London W1S 3NP
Citizenship:	United Kingdom Principal Business: Individual
Interest Held:	19.40%/12.93% equity/voting interest (as 19.40%/12.93% equity/voting owner of iCON Parent)

No other partners in iCON Parent hold a ten percent (10%) or greater equity or voting interest in iCON Parent. To the Transferee's knowledge, no other person or entity, directly or indirectly, will own or control a ten percent (10%) or greater interest in Transferee. Transferee does not have and will not have any interlocking directorates with a foreign carrier.

Section 63.18(i) (Answer to Question 14). Each Transferor certifies that it is neither a foreign carrier nor affiliated (as defined in section 63.09 of the Commission's rules)⁴⁸ with any foreign carriers. Transferee and its Subsidiaries certify that they are not foreign carriers but are affiliated with foreign carriers that are in Denmark and Germany.⁴⁹

Sections 63.18(j) and (k) (Answer to Question 15). Applicants certify that they do not seek to provide international telecommunications services to any destination country where (1) an Applicant is a foreign carrier in that country, (2) an Applicant controls a foreign carrier in that country, (3) any entity that owns more than twenty-five percent (25%) of an Applicant, or that controls an Applicant, controls a foreign carrier in that country, or (4) two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than twenty-five percent (25%) of an Applicant and are parties to, or the beneficiaries of, a contractual relation affecting the provision or marketing of international basic telecommunications services in the United States.

⁴⁸ 47 C.F.R. § 63.09.

⁴⁹ In Denmark, Transferee is affiliated with Bornfiber ApS, a telecommunications provider. In Germany, Transferee is affiliated with ropa GmbH & Co. KG, NGN Telecom GmbH, and Wisotel GmbH (together the SFN Group).

Section 63.18(m) (Answer to Question 16). Applicants request classification as a non-dominant carrier pursuant to section 63.10(a)(3) of the Commission's rules.⁵⁰ In Denmark, Transferee is affiliated with Bornfiber ApS ("Bornfiber"), which lacks sufficient market power to adversely affect competition in the U.S. markets because it is a small telecommunications company that provides telecommunications services to nine out of every ten homes on the Danish island of Bornholm, which has a population of approximately 40,000 people. In Germany, Transferee is affiliated with ropa GmbH & Co. KG; NGN Telecom GmbH; and Wisotel GmbH (together the SFN Group). The SFN Group is an independent, vertically integrated fiber and cable telecommunications business, primarily serving the retail market in the regions of Baden Württemberg and Lower Saxony. Collectively, the group serves approximately 16,000 customers. Accordingly, the SFN Group also lacks sufficient market power to adversely affect competition in the U.S. market. Additional information pertaining to these affiliates is provided in **Exhibit C**.

(Answer to Question 17). Not Applicable.

(Answer to Question 18). Not Applicable.

Section 63.18(n) (Answer to Question 21). Applicants certify that they have not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such an agreement in the future.

Section 63.18(o) (Answer to Question 25). As certified in **Section III** above, no party to the present application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

⁵⁰ 47 C.F.R. § 63.10(a)(3).

Section 63.18(p) (Answer to Question 20). No party is requesting streamlined processing pursuant to section 63.12(a)-(b) of the Commission's rules, 47 C.F.R. §§ 1.2001-1.2003.

VI. NATIONAL SECURITY REVIEW

Pursuant to section 1.40001(a)(1) of the Commission's rules,⁵¹ the Applicants expect the Commission to refer this Application to the Committee for the Assessment of Foreign Participation in the United States Telecommunications Services Sector (the "Committee") for review of any national security, law enforcement, foreign policy, and/or trade policy concerns. By their signatures, Applicants certify that after the closing of the Transaction, and to the extent applicable, they will abide by any commitments made to the Committee, or any of the agencies that comprise the Committee as part of the approval process for this Transaction.

VII. CONCLUSION

For the reasons stated above, Applicants respectfully submit that the public interest, convenience and necessity would be furthered by a grant of this Application to transfer ownership and control of Dobson Fiber and Subsidiaries to Transferee.

⁵¹ 47 C.F.R. § 1.40001(a)(1).

/s/

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*Counsel for Dobson Technologies, Inc. and
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Respectfully submitted,

/s/

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*Counsel for Transferee, iCON Infrastructure
and Its Subsidiaries*

Dated: March 4, 2022

VERIFICATION

I, Rory Hunter, state that I am an Authorized Officer/Representative of Mesa Telecoms Investments, LLC, ("Mesa Telecoms"); that I am authorized to make this Verification on behalf of Mesa Telecoms; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to Mesa Telecoms are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 3rd day of March 2022.



Rory Hunter

VERIFICATION

I, Trent LeForce, state that I am an authorized officer of Dobson Technologies, Inc.; that I am authorized to make this Verification on behalf of Dobson Technologies, Inc. and its subsidiaries, including Dobson Telephone Company, Inc., Dobson Technologies – Transport and Telecom Solutions, LLC, Lavaca Telephone Company, Inc., Pinnacle Telecom L.L.C., and Vantage Telecom, LLC (collectively, the “Companies”); and that the contents of the foregoing filing with respect to the Companies are true and correct to the best of my knowledge, information, and belief after reasonable inquiry.

I declare under penalty of perjury that the foregoing is true and correct.

Executed: February 28, 2022.

A handwritten signature in black ink, appearing to read 'Trent LeForce', is written above a horizontal line.

Trent LeForce
Chief Financial Officer
Dobson Technologies, Inc.

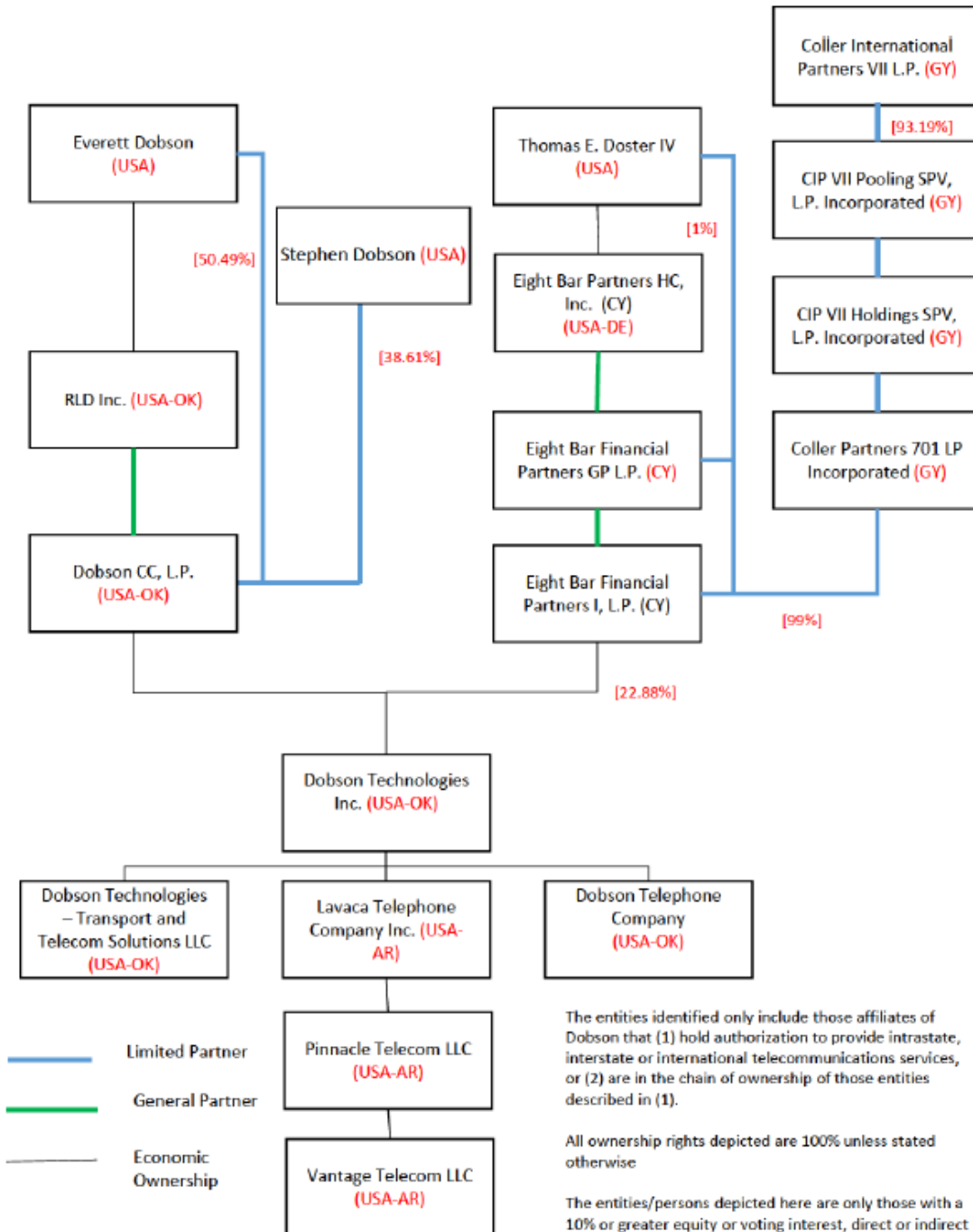
EXHIBIT A

LICENSEES' UNIVERSAL SERVICE FUND SUMMARY

<u>Program</u>	<u>Entities</u>
Alternative Connect America Model	Dobson Telephone Company (including the McCloud Telephone Company study area)
CAF-BLS (including HCLS)	Lavaca Telephone Company (both AR and OK study areas)
Emergency Broadband Benefit/Affordable Connectivity Program	Dobson Telephone Company and Lavaca Telephone Company (both AR and OK study areas); Dobson Technologies – Transport and Telecom Solutions, LLC and Vantage Telecom, LLC are participants via their affiliation with Dobson Telephone Company and Lavaca Telephone Company.
E-Rate	Dobson Technologies – Transport and Telecom Solutions, LLC, Vantage Telecom, LLC, Dobson Telephone Company (including McCloud Telephone Company study area) and Lavaca Telephone Company (both AR and OK study areas)
Rural Health Care	Dobson Technologies – Transport and Telecom Solutions, LLC, Vantage Telecom, LLC, Dobson Telephone Company (including McCloud Telephone Company study area) and Lavaca Telephone Company (both AR and OK study areas).
Lifeline	Dobson Telephone Company (including the McCloud Telephone Company study area) and Lavaca Telephone Company (both AR and OK study areas).
CAF-ICC	Dobson Telephone Company (including the McCloud Telephone Company study area) and Lavaca Telephone Company (both AR and OK study areas).

EXHIBIT B

PRE-TRANSACTION OWNERSHIP STRUCTURE⁵²



⁵² Everett Dobson's limited partnership interest in DLP is held through a separate Family Trust of which he is the sole beneficiary and a Trustee. The same arrangement applies to Stephen Dobson's limited partnership interest in DLP.

POST-TRANSACTION STRUCTURE

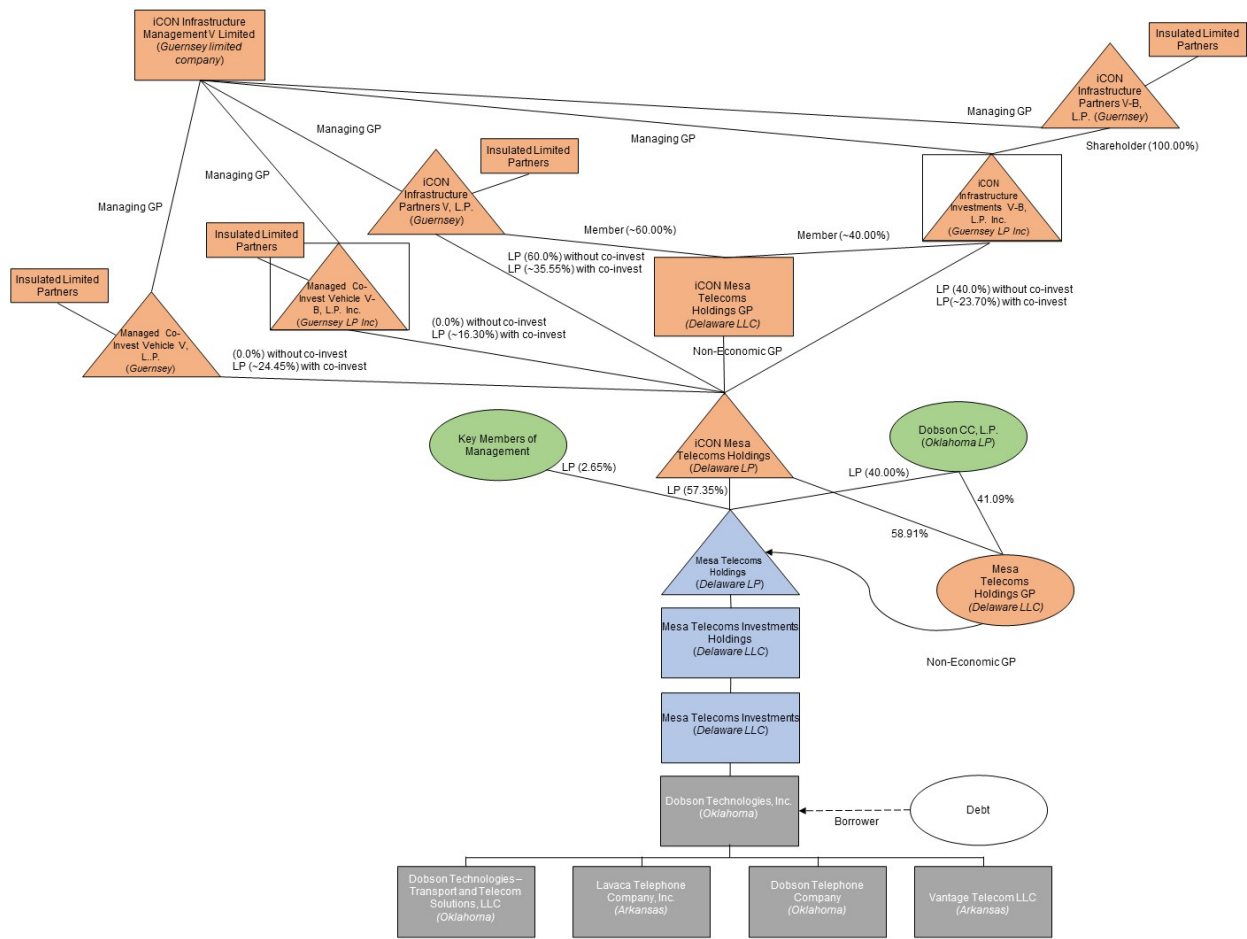


EXHIBIT C

FOREIGN CARRIER AFFILIATES

Denmark's total population in 2020 was 5,831,404.⁵³ Even if Bornfiber provided telecommunications service to all of the approximately 40,000 residents of Bornholm, they would still only be serving 0.68% of the Danish market, and 0.62% assuming that serving nine out of ten homes provides service to 90% of the island's population. Bornfiber serves far less than 50% of the Danish national market, thus qualifying for a presumption of non-dominance.

Germany's total population in 2020 was 83,240,525.⁵⁴ The SFN Group currently serves 16,000 customers in Baden Württemberg and Lower Saxony, approximately 0.02% of the national market, and approximately 0.08% of the regional market in Baden Württemberg and Lower Saxony. The SFN Group similarly serves far less than 50% of the Danish national market, also qualifying for a presumption of non-dominance.

⁵³ *Population, total – Denmark*, World Bank Data, <https://data.worldbank.org/indicator/SP.POP.TOTL?locations=DK> (last visited November 3, 2021).

⁵⁴ *Population, total – Germany*, World Bank Data, <https://data.worldbank.org/indicator/SP.POP.TOTL?locations=DE> (last visited November 3, 2021).